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8 ZAPPOS.COM, INC.

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12 Attorneys for Defendant

13 SHOEBUY.COM, INC.

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16 UNITED STATES DISTRICT COURT  
17 NORTHERN DISTRICT OF CALIFORNIA  
18 SAN FRANCISCO DIVISION

19 ZAPPOS.COM, Inc., a California  
Corporation,

20 Plaintiff,

21 v.

22 SHOEBUY.COM, INC., a Delaware  
23 Corporation,

24 Defendant.

25 Case No. CV 06-5476 PJH

26 **STIPULATION AND [PROPOSED]  
ORDER OF DISMISSAL WITH  
PREJUDICE**

27  
28 **STIPULATION**

IT IS HEREBY STIPULATED, by and between Plaintiff Zappos.com, Inc. ("Zappos")  
and Defendant Shoebuy.com, Inc. ("Shoebuy"), through their respective counsel of record, that:

STIPULATION AND [PROPOSED] ORDER OF  
DISMISSAL WITH PREJUDICE  
CV 06-5476

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- 1       1. Zappos filed the Complaint in this action on September 6, 2006, asserting claims  
2 against Shoebuy;  
3       2. Shoebuy filed an Answer on October 10, 2006;  
4       3. Because the parties have reached a settlement in this action, Zappos hereby  
5 dismisses its claims against Shoebuy with prejudice pursuant to Federal Rule of Civil Procedure  
6 41(a);  
7       4. Each party will bear its own legal expenses, including without limitation,  
8 attorneys' fees and costs; and

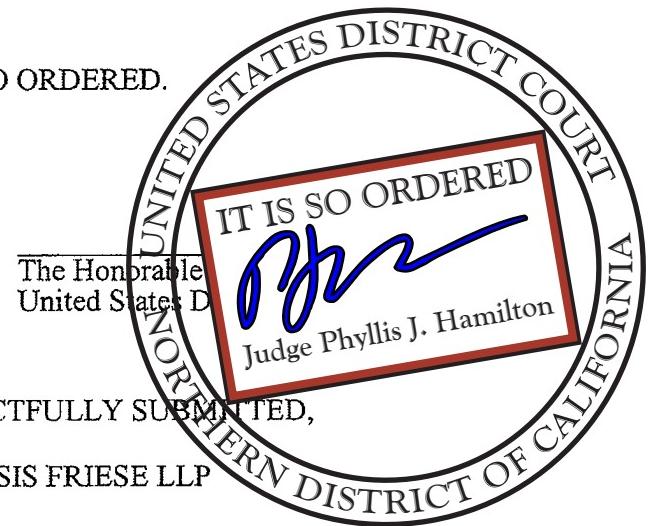
9 PURSUANT TO STIPULATION, IT IS SO ORDERED.

10 Dated: 3/7/07

11  
12 Dated: March 7, 2007

13  
14 RESPECTFULLY SUBMITTED,

15 SHARTSIS FRIESE LLP



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17  
18 *[Signature]*

19 *[Signature]*  
for Richard Munzinger  
20 Attorneys for Plaintiff  
ZAPPOS.COM, INC.

21 Dated: March 7, 2007

22 QUINN, EMANUEL URQUHART OLIVER &  
23 HEDGES, LLP

24 *[Signature]*  
Margret M. Caruso  
25 Attorneys for Defendant  
26 SHOEBUY.COM, INC.